

# HELM

**FINANCIAL CORPORATION**

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April 8, 2005

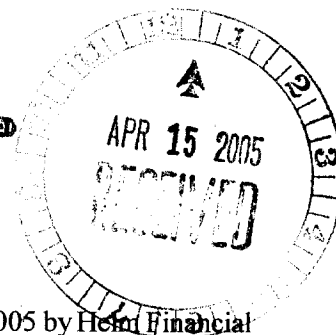
Mr. Vernon Williams  
Secretary  
Surface Transportation Board  
1925 K Street, N.W.  
Washington, D.C. 20423-0001

RECORDATION NO. 21568-F FILED

APR 18 '05

8-33 AM

SURFACE TRANSPORTATION BOARD



RE: Termination of Full Maintenance Lease Agreement dated as of March 1, 2005 by Helm Financial Corporation ("**Termination**").

Dear Mr. Williams:

On behalf of Helm Financial Corporation, I submit for filing and recording, under 49 U.S.C. Section 11303(a) and the regulations promulgated thereunder the following document:

Two (2) fully-executed originals of the above-referenced Termination.

In connection with the recording of the Termination, please note the following information:

Name and Address of Lessor: Helm Financial Corporation  
One Embarcadero Center, Suite 3700  
San Francisco, CA 94111

Name and Address of Lessee: National Specialty Aggregates, LLC  
2665 E. Desert Lane  
Gilbert, AZ 85234

Name and Address of Guarantor: Pebble Technology, Inc.  
7950 East Acoma Drive #105  
Scottsdale, AZ 85260

Equipment: 12 Covered Hopper Railcars  
HLMX 4511-4762 (Not Inclusive)

Please record this Termination as a supplemental agreement to STB Recordation No. **21568** filed on August 10, 1998 at 11:19 AM. The filing fee of \$32.00 is included in our enclosed check.

Summary: Termination of Full Maintenance Lease Agreement dated as of March 1, 2005 by Helm Financial Corporation for 12 covered hopper railcars, HLMX 4511, 4538, 4619, 4630, 4655, 4665, 4673, 4674, 4638, 4728, 4733 AND 4762; to be filed as a supplemental agreement. Please file this Termination as a supplemental agreement to STB Recordation No. 21568.

Yours truly,

Sharon L. Van Fossan  
Supervisor Contract Administration

/svf  
Enclosures (2)

APR 18 '05

8-33 AM

## TERMINATION OF FULL MAINTENANCE LEASE AGREEMENT

THIS TERMINATION OF FULL MAINTENANCE LEASE AGREEMENT ("Termination") is dated as of March 1, 2005 by HELM FINANCIAL CORPORATION, a California corporation ("Lessor").

SURFACE TRANSPORTATION BOARD

RECITALS

- A. Lessor entered into the Full Maintenance Lease Agreement dated as of November 24, 1997 and Amendment No. 1 dated March 31, 1998, Amendment No. 2 dated June 1, 1998, and Amendment No. 3 dated March 3, 2000 thereto (collectively as amended the "Lease") with **National Specialty Aggregates, LLC**, an Arizona limited liability corporation (the Lessee), and **Pebble Technology, Inc.** (the Guarantor), with respect to the railcars as described in Schedule A attached hereto ("Units").
- B. The Lease is on file at the Surface Transportation Board of the Department of Transportation ("STB") under the following: STB Recordation No. **21568** filed on August 10, 1998 at 11:19 AM; STB Recordation No. **21568-A** filed on August 10, 1998 at 11:19 AM; STB Recordation No. **21568-B** filed on February 23, 1999 at 9:30 AM; and STB Recordation No. **21568-C** filed on February 7, 2001 at 9:03 AM.
- C. Lessor desires to execute this Termination to evidence for the public record the full termination of the Lease and of all the rights and obligations of Lessee with respect to the Units under the Lease.

NOW, THEREFORE, in consideration of the premises, Lessor does hereby acknowledge and confirm:

1. **Full Termination of Lease.** Lessor hereby declares for the public record that the Lease is formally fully terminated with respect to the Units.

IN WITNESS WHEREOF, Lessor, pursuant to due corporate authority, has caused this Termination of Full Maintenance Lease Agreement to be signed in its corporate name as of the date first above written.

HELM FINANCIAL CORPORATION

By: 

Name: Barbara W. Wilson

Title: Senior Vice President and CFO

STATE OF CALIFORNIA                    )  
  ) S.S.  
COUNTY OF SAN FRANCISCO        )

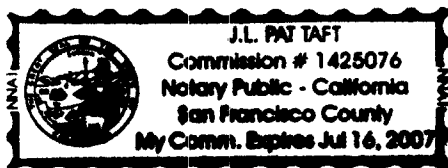
On March 3<sup>rd</sup>, 2005, before me, J. L. Pat Taft, personally appeared Barbara W. Wilson, Senior Vice President and Chief Financial Officer of **HELM FINANCIAL CORPORATION**,

X personally known to me -OR-

\_\_\_ proved to me on the basis of satisfactory evidence

to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

Witness my hand and official seal.



J. L. Pat Taft  
SIGNATURE OF THE NOTARY

[Notarial Seal]

**SCHEDULE A**

**To the Full Termination of Lease dated as of March 1, 2005**

**Description of the Units: Covered hopper railcars.**

**Mark & Numbers**

HLMX 4511  
HLMX 4538  
HLMX 4619  
HLMX 4630  
HLMX 4655  
HLMX 4665  
HLMX 4673  
HLMX 4674  
HLMX 4638  
HLMX 4728  
HLMX 4733  
HLMX 4762